

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

DUDENHOEFFER, *et al.*,

Civil Action No.: 08-cv-538

Plaintiffs,

vs.

FIFTH THIRD BANCORP, *et al.*,

Defendants.

~~PROPOSED~~ ORDER GRANTING PLAINTIFFS' MOTION FOR AWARD OF
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES, AND CASE
CONTRIBUTION AWARDS TO THE NAMED PLAINTIFFS

This matter comes before the Court on Plaintiffs' Motion for Award of Attorneys' Fees, Reimbursement of Expenses, and Case Contribution Awards to the Named Plaintiffs ("Fee Motion"). Plaintiffs' Fee Motion was heard on July 11, 2016. The Court having considered papers submitted in support of the Fee Motion and any opposition thereto, and finding that no objections have been filed with regard to the Fee Motion, and for good cause having been shown, Plaintiffs' Fee Motion is hereby granted.

IT IS FURTHER ORDERED that,

1. Class Counsel is hereby awarded attorneys' fees in the amount of 33 1/3% (\$2,000,000.00) of the Settlement Fund, which the Court finds to be fair and reasonable, and \$207,283.17 in reimbursement of Class Counsel's reasonable litigation expenses incurred in prosecuting the Action. The attorneys' fees and expenses so awarded shall be paid from the Settlement Fund pursuant to the terms of the Stipulation of Settlement ("Settlement" or "Agreement"), as provided in the Agreement, with interest on such amounts from the date the

Settlement Fund was funded to the date of payment at the same net rate that the Gross Settlement Fund earns. All fees and expenses paid to Class Counsel shall be paid pursuant to the timing requirements described in the Settlement Agreement.

2. Named Plaintiffs John Dudenhoefer and Alireza Partovipanah are hereby awarded Case Contribution Awards in the amount of \$10,000 each.

3. In making this award of attorneys' fees and reimbursement of litigation expenses to be paid from the Settlement Fund, and the compensation awards to the Named Plaintiffs, the Court has considered and conditionally finds that:

- a) The Settlement achieved as a result of the efforts of Class Counsel has created a fund of \$6,000,000 in cash that is already on deposit, plus interest thereon, in addition to other substantial non-monetary relief, that will benefit thousands of Settlement Class Members;
- b) Class Counsel have conducted the litigation and achieved the Settlement with skill, perseverance, and diligent advocacy;
- c) The Action involves complex factual and legal issues prosecuted over several years and, in the absence of a settlement, would involve further lengthy proceedings with uncertain resolution of the complex factual and legal issues;
- d) Had Class Counsel not achieved the Settlement, there would remain a significant risk that the Named Plaintiffs and the Settlement Class may have recovered less or nothing from Defendants;
- e) The amount of attorneys' fees awarded and litigation expenses reimbursed from the Settlement Fund are consistent with awards in similar cases; and
- f) The Named Plaintiffs rendered valuable services to the Plan and to all Plan participants. Without their participation, there would have been no case and no Settlement.

SO ORDERED this 11th day of July, 2016.

S. S. Beckwith
HON. SANDRA S. BECKWITH
United States District Court
Southern District of Ohio